

JAN 31 2006

Exhibit 9

ARTICLES OF CONVERSION
OF
WILLIAM NOBLE, INC.

Corporations Section

Pursuant to the provisions of Article 5.17 of the Texas Business Corporation Act ("TBCA") and Section 2.15 of the Texas Revised Limited Partnership Act ("TRLPA"), the undersigned converting entity hereby duly executes these Articles of Conversion, certifying the information contained herein, for the purpose of effecting a conversion in accordance with the provisions of the TBCA and the TRLPA.

1. A plan of conversion was approved and adopted in accordance with the provisions of Article 5.03 of the TBCA providing for the conversion of William Noble, Inc., a corporation incorporated under the TBCA to William Noble, L.P., a Texas limited partnership.
2. An executed plan of conversion is on file at the principal place of business of the converting entity at 100 Highland Park Village, Suite 370, Dallas, Texas 75205, and, from and after the conversion, an executed plan of conversion will be on file at the principal place of business of the converted entity at 100 Highland Park Village, Suite 370, Dallas, Texas 75205.
3. A copy of the plan of conversion will be furnished by the converting entity (prior to the conversion) or by the converted entity (after the conversion) on written request and without cost to any shareholder or partner of the converting entity or the converted entity.
4. The number of outstanding shares of each class or series of stock of William Noble, Inc. entitled to vote, with other shares or as a class, on the plan of conversion are as follows:

<u>Shares Outstanding</u>	<u>Class</u>	<u>Shares Entitled to Vote</u>
1,000	Common	1,000

5. The number of shares voted for and against the plan of conversion are as follows:

<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class</u>
1,000	0	Common

6. The plan of conversion was duly authorized by all action required by the laws under which the converting entity, William Noble, Inc., was incorporated and by its constituent documents.

7. The converted entity will be responsible for any franchise taxes that might be owed by the converting entity.

8. This Certificate of Conversion will become effective on January 31st, 2006 at 11:59 p.m. in accordance with the Article 10.03 of the TBCA.

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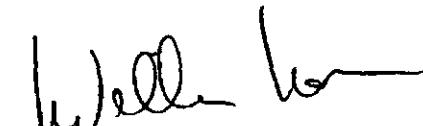
JAN 31 2006

Secretary of State

014029.00002.944537.03

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of the 31st day of January, 2006.

WILLIAM NOBLE, INC.,
a Texas corporation

By: 

William Noble, President

JAN 31 2006

**CERTIFICATE OF FORMATION
OF
WILLIAM NOBLE, L.P.**

Corporations Section

The undersigned General Partner, desiring to form a limited partnership (the "Partnership") pursuant to the Texas Business Organizations Code (the "Code"), hereby duly executes this Certificate of Formation as of the date set forth below, to become effective in accordance with the provisions of Section 8 hereof.

1. The name of the Partnership is "William Noble, L.P."
2. The type of filing entity being formed is a limited partnership.
3. The address of the registered office of the Partnership is 100 Highland Park Village, Suite 370, Dallas, Texas 75205 and the name of the registered agent whose business office address will be the same as the registered office address is William Noble.
4. The address of the principal office of the Partnership in the United States where its partnership records are to be kept or made available under Section 153.551 of the Code is 100 Highland Park Village, Suite 370, Dallas, Texas 75205.
5. The name, the mailing address and the street address of the business or residence of the sole general partner of the Partnership is as follows:

<u>NAME</u>	<u>MAILING AND STREET ADDRESS</u>
William Noble Genpar, LLC, a Texas limited liability company	100 Highland Park Village, Suite 370 Dallas, Texas 75205

6. The Partnership is being formed pursuant to a Plan of Conversion.
7. The name of the Converting Entity is William Noble, Inc., a corporation formed in the State of Texas pursuant to the Texas Business Corporation Act on January 17, 1983, and its address is 100 Highland Park Village, Suite 370, Dallas, Texas 75205.
8. This Certificate of Formation will become effective upon the issuance of the Certificate of Conversion by the Secretary of State in accordance with the Plan of Conversion.

SIGNED as of the 31st day of January, 2006.

GENERAL PARTNER

WILLIAM NOBLE GENPAR, LLC,
a Texas limited liability company

By:

William Noble, Sole Member